

64 98-A
REGISTRATION NO. _____
JUN 3 1972-11 30 AM
COMMERCIAL RECORDS

SUPPLEMENTAL AGREEMENT

DATED AS OF JUNE 26, 1972

AMENDING

RAILROAD EQUIPMENT LEASE

DATED AS OF JANUARY 28, 1972

BETWEEN

PULLMAN INCORPORATED (PULLMAN-STANDARD DIVISION),
Lessor

AND

TRAILER TRAIN COMPANY,
Lessee

THIS SUPPLEMENTAL AGREEMENT dated June 26, 1972 between PULLMAN INCORPORATED (PULLMAN-STANDARD DIVISION), a corporation organized under the laws of the State of Delaware (hereinafter sometimes called the "Lessor"), and TRAILER TRAIN COMPANY, a corporation organized under the laws of the State of Delaware (hereinafter sometimes called the "Lessee"):

WITNESSETH:

WHEREAS, by Railroad Equipment Lease dated January 28, 1972, (hereinafter called the "Lease"), Lessor leased to Lessee the railroad flat cars therein set forth:

WHEREAS, the Lessee has requested the Lessor to supplement the Lease:

NOW, THEREFORE, the parties hereto in consideration of the premises, and each intending to be legally bound hereby, do hereby agree as follows:

1. Section 3 of Schedule "A" to the Lease is hereby amended to read as follows:

"Date By Which Purchase of Cars Must Be Made"

September 30, 1972

2. The Lease, as supplemented by this Agreement, shall continue in full force and effect.
3. Lessee will, at its expense, upon execution and delivery of this Agreement, cause the same to be duly filed and recorded with Interstate Commerce Commission in accordance with Section 20c

of the Interstate Commerce Act, as amended, and wherever else required in order to publish notice of and to protect the title of Lessor to the Cars.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be executed in their behalf and sealed with their respective seals as of the date first above written.

PULLMAN INCORPORATED
(PULLMAN-STANDARD DIVISION)

ATTEST: William O. O'Leary
Assistant Secretary

BY: [Signature]
VICE PRESIDENT

TRAILER TRAIN COMPANY


ATTEST: R. E. J. [Signature]
Assistant Secretary

BY: [Signature]
Vice President-Finance

SEAL

STATE OF ILLINOIS)
) ss
COUNTY OF COOK)

On this *19th* day of June, 1972, before me personally
appeared *Stanley Brown* to me personally known, who being
by me duly sworn, says that he is *Vice President* of Pullman
Incorporated that the seal affixed to the
foregoing instrument is the corporate seal of said corporation,
that said instrument was signed and sealed on behalf of said
corporation by authority of its Board of Directors and he
acknowledged that the execution of the foregoing instrument
was the free act and deed of said corporation.



STATE OF ILLINOIS)
) ss
COUNTY OF COOK)

On this 28th day of June, 1972, before me personally appeared N. V. Reichert to me personally known, who, being by me duly sworn, says that he is Vice President-Finance of Trailer Train Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Kathleen Burns

My Commission Expires March 10, 1975